

RECORDATION NO. 18436 FILED TB
JAN 29 '99 11-30AM

ALVORD AND ALVORD
ATTORNEYS AT LAW
918 SIXTEENTH STREET, N W
SUITE 200
WASHINGTON, D C

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

20006-2973

OF COUNSEL
URBAN A. LESTER

(202) 393-2266
FAX (202) 393-2156

January 28, 1999

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Statement of Change in Reporting Marks and Road Numbers addressed to the Board, dated January 26, 1999, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the documents previously filed with the Commission/Board under Recordation Number 18436

The name and address of the party to the enclosed document are

The Burlington Northern and
Santa Fe Railway Company
2650 Lou Menk Drive
Fort Worth, TX 76131

A description of the railroad equipment covered by the enclosed document is
set forth on the Schedule attached to the Statement

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee

Kindly return a stamped copy of the enclosed document to the undersigned

Very truly yours,



Robert W. Alvord

Counter parts

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Robert W. Alvord
Alvord and Alvord
918 Sixteenth Street, NW., Ste. 200
Washington, DC., 20006-2973

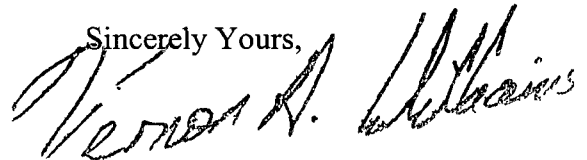
Dear Sir:

The enclosed documents (s) was recorded pursuant to the provisions of 49 U.S.C.

11301 and CFR 1177.3 (c), on 1/29/99 at 11:30 AM , and

assigned recordation numbers (s): 22004, 22005, 22005-A, 22006, 22006-A, 22006-B,
22006-C, 8759-J, 9026-I, 9777-E, 10361-G, 16132-Q,
17953-D, 17954-D, 18066-P, 18190-B, 18436-B, ✓
and 20266-A.

Sincerely Yours,

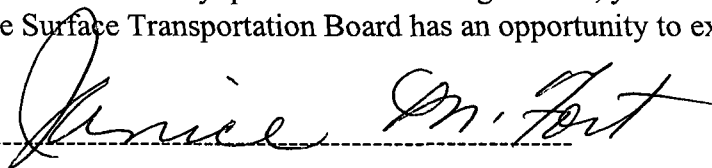


Vernon A. Williams

Enclosure(s) (18)
468.00

\$_____ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature: _____



BNSF



PATRICK J. OTTENSMEYER
*Vice President - Finance
and Treasurer*

The Burlington Northern and Santa Fe Railway Company

2650 Lou Menk Drive
Fort Worth, Texas 76131

Direct Dial (817) 352-2202
Facsimile (817) 352-2279

RECORDATION NO. 18436-B

FILED

JAN 29 '99

11-30AM

January 26, 1999

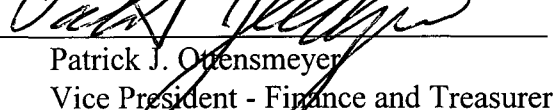
Mr. Vernon A. Williams
Secretary
Surface Transportation Board
12th and Constitution
Washington, DC 20423

Re: Statement of Change in Reporting Marks and Road Numbers

Dear Mr. Secretary:

Please be advised that the reporting marks and road numbers of the locomotives and/or rail cars identified in the attached schedule or schedules have been, or will be, changed as set forth therein.

THE BURLINGTON NORTHERN AND
SANTA FE RAILWAY COMPANY

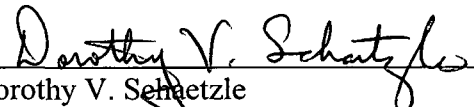
By: 
Patrick J. Ottensmeyer
Vice President - Finance and Treasurer

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this 26TH day of January, 1999, before me, a Notary Public in and for said County and State, personally appeared Patrick J. Ottensmeyer, who being by me duly sworn, says that he is Vice President - Finance and Treasurer of THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY, that said instrument was signed on January 26, 1999, on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.




Dorothy V. Schaetzle
Notary Public
My Commission Expires: 11/20/2000

RECORDATION NUMBER: 18436**Equipment Description:**

Number of Units: twenty-five (25)
Model: C408W

**Old Reporting Mark
and Road Numbers****New Reporting Mark
and Road Numbers**

ATSF	927	BNSF	927
ATSF	928	BNSF	928
ATSF	929	BNSF	929
ATSF	930	BNSF	930
ATSF	931	BNSF	931
ATSF	932	BNSF	932
ATSF	933	BNSF	933
ATSF	934	BNSF	934
ATSF	935	BNSF	935
ATSF	936	BNSF	936
ATSF	937	BNSF	937
ATSF	938	BNSF	938
ATSF	939	BNSF	939
ATSF	940	BNSF	940
ATSF	941	BNSF	941
ATSF	942	BNSF	942
ATSF	943	BNSF	943
ATSF	944	BNSF	944
ATSF	945	BNSF	945
ATSF	946	BNSF	946
ATSF	947	BNSF	947
ATSF	948	BNSF	948
ATSF	949	BNSF	949
ATSF	950	BNSF	950
ATSF	951	BNSF	951

RECORDATION NUMBER: 18436**Equipment Description:**

Number of Units: forty-nine (49)
Model: coil steel cars

**Old Reporting Mark
and Road Numbers****New Reporting Mark
and Road Numbers**

ATSF	92000	BNSF	534100
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ATSF	92001	BNSF	534101
ATSF	92002	BNSF	534102
ATSF	92003	BNSF	534103
ATSF	92004	BNSF	534104
ATSF	92005	BNSF	534105
ATSF	92006	BNSF	534106
ATSF	92007	BNSF	534107
ATSF	92008	BNSF	534108
ATSF	92009	BNSF	534109
ATSF	92010	BNSF	534110
ATSF	92011	BNSF	534111
ATSF	92012	BNSF	534112
ATSF	92013	BNSF	534113
ATSF	92014	BNSF	534114
ATSF	92015	BNSF	534115
ATSF	92016	BNSF	534116
ATSF	92017	BNSF	534117
ATSF	92018		
ATSF	92019	BNSF	534119
ATSF	92020	BNSF	534120
ATSF	92021	BNSF	534121
ATSF	92022	BNSF	534122
ATSF	92023	BNSF	534123
ATSF	92024	BNSF	534124
ATSF	92025	BNSF	534125
ATSF	92026	BNSF	534126
ATSF	92027	BNSF	534127
ATSF	92028	BNSF	534128
ATSF	92029	BNSF	534129
ATSF	92030	BNSF	534130
ATSF	92031	BNSF	534131
ATSF	92032	BNSF	534132
ATSF	92033	BNSF	534133
ATSF	92034	BNSF	534134
ATSF	92035	BNSF	534135
ATSF	92036	BNSF	534136
ATSF	92037	BNSF	534137
ATSF	92038	BNSF	534138
ATSF	92039	BNSF	534139
ATSF	92040	BNSF	534140
ATSF	92041	BNSF	534141
ATSF	92042	BNSF	534142
ATSF	92043	BNSF	534143
ATSF	92044	BNSF	534144
ATSF	92045	BNSF	534145
ATSF	92046	BNSF	534146
ATSF	92047	BNSF	534147
ATSF	92048	BNSF	534148
ATSF	92049	BNSF	534149

Casualties: ATSF 92018

(5)